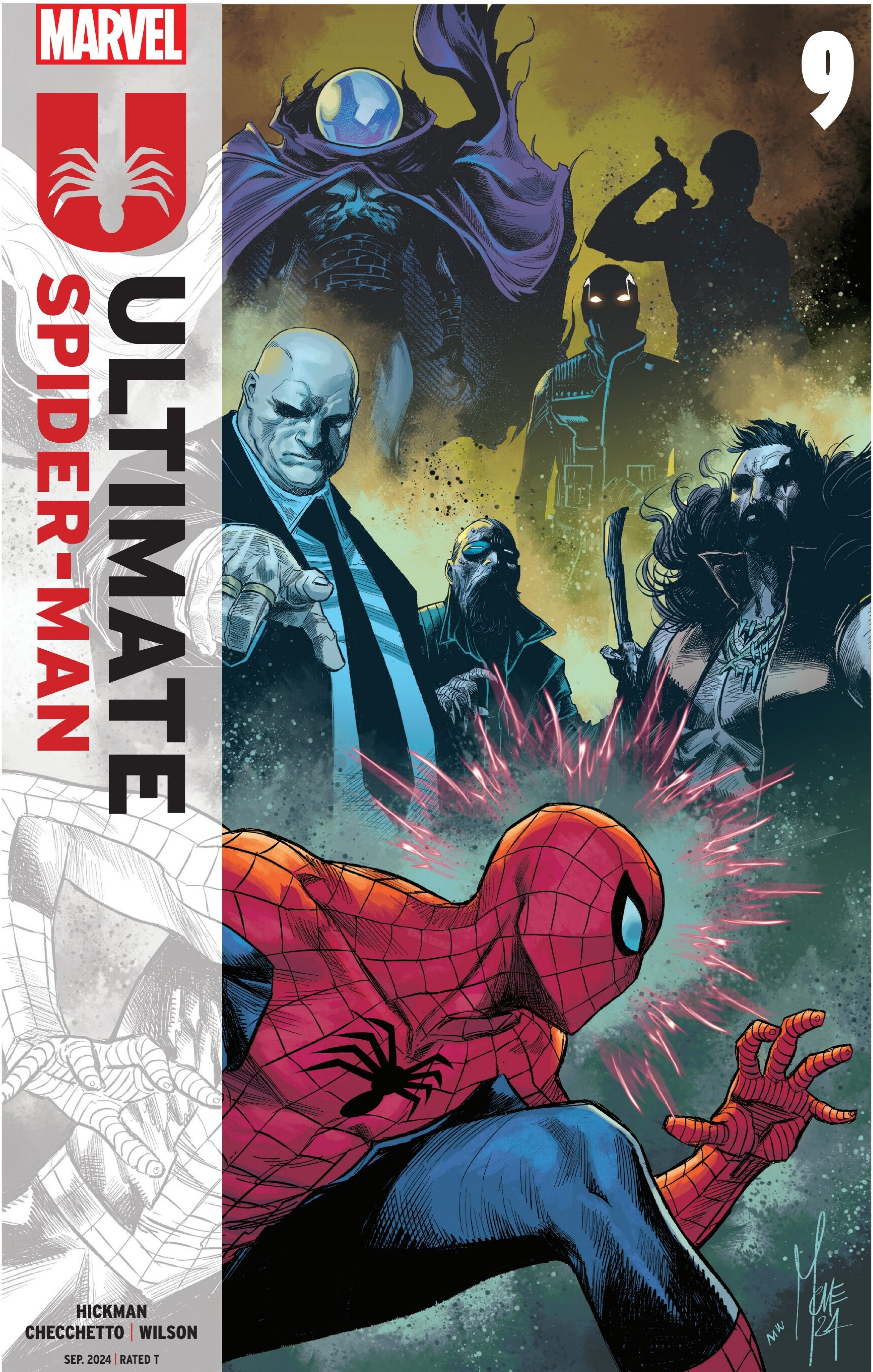
MARVEL
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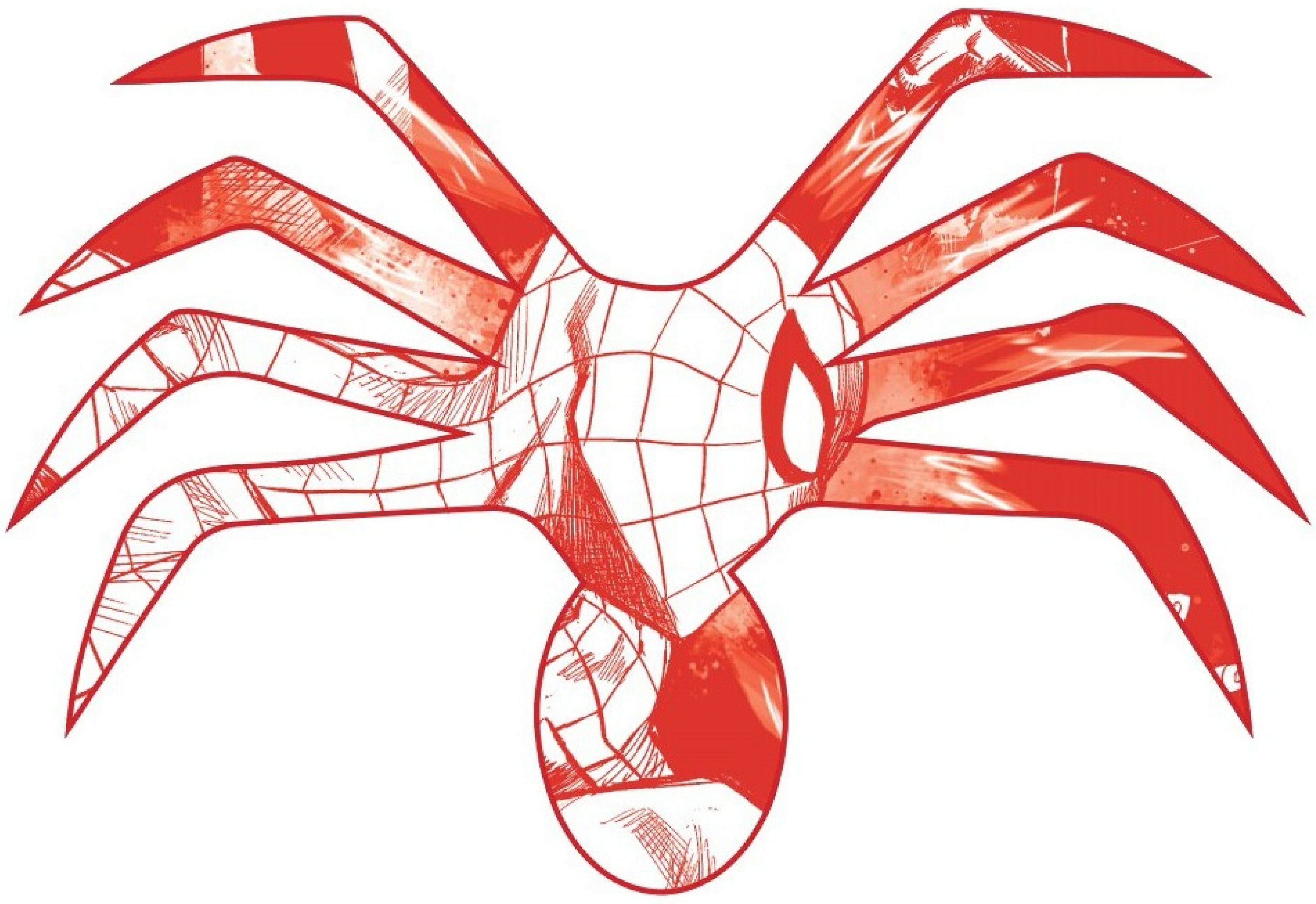
ULTIMATE
SPIDER-MAN
HICKMAN
CHECCHETTO | WILSON
SEP. 2024 | RATED T



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Twenty years ago, **THE MAKER** prevented a radioactive spider from biting a young **PETER PARKER**. He likewise prevented the creation of any other super heroes and formed a secret council to rule the world from the shadows.

Eight months ago, **TONY STARK** sent Peter that same radioactive spider along with a picotech suit and warnings of **THE MAKER'S COUNCIL**, a shadow organization that rules the world. Since then, Peter has used the incredible powers granted by the spider's bite to fight crime alongside **GREEN GOBLIN**, a.k.a. **HARRY OSBORN**, the co-C.E.O. of **OSCORP**.

When Stark reappeared, Peter and Harry learned that he could seize control of their super-suits. Meanwhile, **WILSON FISK**, the **KINGPIN** of Manhattan, gathered the heads of every borough of New York to declare open season on the pair of masked vigilantes.

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ULTIMATE SPIDER-MAN

CAST:

PETER PARKER
SPIDER-MAN

MJ WATSON-PARKER
PR GURU

RICHARD PARKER
PETER AND MJ'S SON

MAY PARKER
PETER AND MJ'S DAUGHTER

HARRY OSBORN
GREEN GOBLIN

GWEN STACY
HARRY'S WIFE

BEN PARKER
PETER'S UNCLE

J. JONAH JAMESON
BEN'S BUSINESS PARTNER

OTTO OCTAVIUS
OSCORP SCIENTIST

WILSON FISK
KINGPIN

2024

SEPTEMBER

You guys want the bill?
Actually, good sir, what I want is another drink.
Make it two. Because the occasion calls for it.
Absolutely. If you've ever wondered what success looks like, this is it.
I mean, just look at these faces. Can't you tell we're celebrating?
YOU NEED ANOTHER DRINK
CHEERS

Sure.
Shall we drink to *our success?*
Oh, no... to **victory** and achieving everything we've ever wanted.
Here she is now.
There they are: *my two favorite* entrepreneurs.
Careful, ma'am. They're celebrating.
Well, they should be...
I'll have whatever they're having.
What's with the sour looks, gentlemen?
Did something happen I don't know about?

No, MJ. I think you pretty much covered it when you called us here to meet you.
I don't get it. That was...*good news.*
Says you...
Just look at this *nonsense.*
THE PAPER
SPIDER-MAN STOPS CRIME WAVE IN ITS TRACKS!
"Spider-Man stops crime wave in its tracks!"
THE PAPER
IDER-MAN FOI ANK ROBBERY
"Spider-Man foils bank robbery!"
COURTESY: YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN
THE PAPER
IDER-MAN AND FRIEN EAK UP CRIMINAL RI OF DEMON MASKS SU
"Spider-Man and friends break up criminal ring: Sales of demon masks surge."
And on...and on...
It's our first month of the *Paper* being live and eight of our top ten stories are about Spider-Man...
...and that's because we only have eight Spider-Man stories.

I don't get it.
People love those stories. And Peter has gotten some great pictu--
We know...
But our intention-- *what we want*--is to do serious stories that no one is covering.
Stories that people are afraid to talk about. Instead, all of this is decidedly ***not serious.*** It's just... *sensational.*
Well, I would call it *amazing*, but you two are not getting it.
...
How 'bout you explain it to us.
First, you have the fastest growing online presence since, I dunno, probably Simon Williams.
And how did that work out?
Not great, but that's not the point. Because two, virtually overnight-- *and primarily because of your Spider-Man coverage*-- you have a massive-- ***MASSIVE***--new audience.
The *Paper* has a subscriber list that already numbers several hundred thousand readers, and it's growing like crazy every day.
I showed you the projections, right?

In the next six months, the two of you are going to be bigger than the *Bugle*.
Oh, I do like the sound of that.
You bet, and thank you for all the marketing genius, MJ. We couldn't have done it without you...
But there's a story we're working on that people have to--
Listen to me.
Of course they love the icing... but I'm betting that they'll also love the cake.
So the only thing you need to keep in mind is this:
These numbers? What they mean is the devil cannot cast you out.
They mean you can write whatever you want, and people *will* see it.
BAR RULES
CHEERS
Now, do you guys wanna continue this sad country song?
Or should we all get back to ***work?***

Oscorp Skunk Works.
You're late.
Well, we were a little busy, Otto.
Fighting crime. Saving babies from burning buildings. We had lunch at Ameyama's...
I didn't think it was gonna be good--*the menu was weird*--but I kinda loved it.
Eh, it was *fine.* Anyway...you called, we're here now, so what do you have for us?
Just a little thing I like to call *freedom.*
Heeeeyy! Cool. So that's a credit card that gets paid off every month no matter what you spend?
Actually, having money just makes life a little more frictionless--
--*easier*--
--which doesn't mean happiness, and it certainly doesn't mean freedom.
Freedom is answering to no one, no matter what.
I think some people call that selfishness, Harry.
No. Actually, that would be--
Ahem!

It's freedom from **Stane.** It's freedom from **Stark.**
For both of you.
Ah. **Nice.**
How'd you do it?
Two solutions, obviously.
Yours is a firmware update for the suit. It's kind of simple, really.
As you know, there's a carrier frequency that all Stark tech uses. This just overlays a second frequency over that.
Individually disrupting the Stark version and additively creating a new frequency for us to use.
Which we will modulate daily, so they can't do the same back to us.
Well done, Otto.
As for you, Spider-Man...
I've had to go a little further outside the box as your suit remains a hyper-advanced enigma I can't solve.
Therefore, you're going to need a ***new*** one. Which I have taken the liberty of designing myself.
Would you like to see it?
...
Give me a second.

So what do we think?
Well, I'm offended for you and, personally, my feelings are a little hurt. I mean, I understand why we don't want Stark to be able to track our movements, but...
...not sure I'm as worried about it as they are.
Yeah. I think they're taking it personally. *Still...*
Yes. We've been a little reckless, and a bit of caution probably isn't a terrible idea.
What's he doing?
Talking to himself.
He does that ***a lot.***
So what do we do with you?
I'll bet you a limitless credit card whose balance gets paid off every month that the good doctor tries to keep me.
Let's see.
Hey, if I use the new suit, what do we do with this one?
I was thinking the best thing to do would be to build some kind of containment/Faraday cage for it. That seems like the safest choice...
Plus, it would give me more time to figure things out. You know, play around with it a little bit.
Don't you dare leave me with him!
Yeah. Not a chance.
So what do we do?
I could stay at home until things get sorted out.
Worst-case scenario, I'm the best home defense system you could possibly have.
I was gonna say no, but Stark already knows we live there... it's where he delivered you to me.
So that's a nonissue. And it solves the problem of him being able to track us while Harry and I are on missions.
I think it works.
Me too... I guess all that's left is seeing the new suit, right?
Yeah.

I want you to know that regardless of what's underneath that tarp I'm gonna hate it.
And I'm gonna miss you.
Me too, Pete.
All right, Doc, let's see this suit.
May I present to you the Spider-Armor Mark I?
Yes, different than your current suit, yes, while also retaining almost the full complement of those abilities.
(Minus the ability of camouflage, that remains...beyond me.)
I took the liberty of optimizing your web-shooters. This runs off a cartridge system, but now the web is capable of holding an additional five tons of weight.
Rocket launchers, concussions bombs, stun webs and a cutting laser are some of the new additions...
The suit is also bullet-, E.M.P.- and explosion-proof. It's made from a heavy-duty titanium-based alloy and sealed with a flexible second skin. Nothing's getting inside that isn't microscopic.
And, most importantly, it's connected to all of our systems. You will have full access to Oscorp's data files...and we will have full access of your diagnostics. To ensure maximum performance, of course.
So what do you think?

...
...
I think I'm good.
What does that mean? "You're good."
It means, no, man. No.
That's... no.
No?
I think what he's trying to say, Otto, is thank you and that you do a very good job for us...
But, perhaps, it's too much suit for him. Spider-Man is lithe, agile...
Hmmm. Yes. It's possible the suit is too generalized. Maybe even a tad overdesigned.
There is a...simpler solution.
Cool! Whatever it is...
I'll take it!

The Paper.
So, let's go over it-- whadda we got?
A lot. Financials, internal memos, some legal paperwork that's clearly the beginning of a very long paper trail...
Ton 'a noise, but also a whole lotta signal.
So it's a dig.
Robbie came through...and though it's taken months of prep and no small amount of hard work, we're about ready to go.
The question is...
...once we start digging...
...what are we gonna find?
Only one way to find out.
STANE STARK

Later.
...
I really do like your new suit.
Man, shut up.
No, really, Peter. I mean it. It's *nice.*
It's ***spandex.***
Well, to be fair to Otto, he was very clear about it being a spandex-Kevlar composite.
What if it shrinks when I wash it?
Oh god. MJ's never gonna let me hear the end of this.
Speaking of your better half...
How would you guys like to go on vacation with me and Gwen in December?
We always go to our place in the Hamptons for the holidays.
We didn't go last year because of...well, you know.
But it'd be nice to have friends there. Could be fun.
Harry.
Yeah?
That's Christmas. We have *kids.* ***Extended family.*** We do a whole thing...
Why don't you guys hang out with us instead? MJ really puts her back into it.
I'll check with Gwen, but it's gonna be a no. Once she makes a plan...
It's not really ***her plan*** anymore. It's ***our plan.***
Heh. I--
Oww.
What?
You ever get that? Ever since I got my powers, sometimes I get a feeling like something bad's about to happen.
That's because something bad is always about to happen.

No. It's--
LOOK OUT!
Whu--?
THUNNKKKK
ZZZZAKKTTT
Hurk! Hurk!
Can't...
...move...
Suit's locked up!
It's fascinating, really...
We have amazing engineers building such fabulous weapons for our great game.
All the other players gave that device almost no chance of working against either of you, but I knew immediately it was the one for me. What can I say...
...I do love long odds.

He better be okay.
I'd worry about yourself.
You're both in the same boat after all.
Dad? Can you hear me?
...
You know, it's not polite to start a fight without introducing yourself.
Here, I'll go first. I'm Spider-Man, and you are...?
Oh, I'm a shadow in the night. A whisper of a dream.
My friends-- *what few I allow myself to have*-- embarrassingly call me the Velvet Blade...
...but my enemies...
Owww!
SSSHRACK

...they call me the *Black Cat.*
I felt that.
Maybe don't do that again.
I think you will find, little spider, that I will do...
...whatever I want.
Whenever I want.
To whomever I want.
Actually, not to be a stickler, but I think it's *whoever,* not *whomever.* Or wait, maybe that's backwards... either way...
Why'd you attack my friend?
Actually, at the time, I wasn't aiming for him--I was aiming for you...
I suppose the moral of that story is: Men like me? ***We cannot miss!***
Ha! Well, you just did!
THUNK

@#&@!
Tables. Turns. That's what you get for being cocky, Spider-Man.
The Kingpin of New York has called together all its captains to play the great game.
You and the Goblin? You are both prey and prize.
Hurk!!!
Whu- what did we do?
Peter needs our help, Dad!
...
Rebooting...

You know what you did.
You caught our attention. Then you dared lay siege to Olympus. You angered the gods.
And for those sins... your lives are forfeit.
And whu-what do you get?
That... is none of your business.
Well, I guess that gives me something to live for then, doesn't it?
HHRUUFFF!
AARGGHH!
THWIP
THWIP

!
Hrmpt!
Not bad, Otto.
I suppose living is for the young, and I am but an old man...
This day has been coming for some time.
What?
Go ahead. Get it over with.
You are going to kill me now, aren't you?
Of course not. Don't be ridiculous.
Hey...
You okay in there?

Well...
...I'd say this must be my lucky day...
ZZNNNNN
...but they all are, aren't they?
Boot complete.
Armor's back online.
Don't think, Son. Just act.
Look out!
ZZZAKKKK

AIIIEEEEE!
...
He's still moving. Call for an ambulance.

Minutes later.
FDNY
F.D.N.Y
AMBULANCE
Do you think he'll live?
Well...
...he's not dead yet.
What the hell, Harry?
What do you mean? My suit had just come back online. You turned your back...
...then he pulled out a weapon. I did what I had to.
But I didn't feel anything... I...I...
He would have killed you, Peter, and not thought twice about it.
I heard what he said to you. About him and Fisk and god knows whoever else making a game of hunting us.
I'm afraid we're running out of time here. You need to wake up and realize who these people are and what they're willing to do.

My parents are gone because of them. So is your aunt.
And if you think they won't do the same thing to you or me or our families, you're crazy.
But, Harry...
I don't know what you want, Pete.
I didn't make the rules we're playing by.
...
We can't be like them. We're supposed to be heroes. We're supposed to be better than that.
We have to be.
...
You need to know something, Peter: If I'm put to the choice and one of them is about to kill you...
...I will *never* hesitate.

Well... just so *you* know...
...you're still invited to Christmas.
Sorry.
I've got *plans.*
Still...I'll get the kids something cool.
Yeah?
Yeah. I'm thinking something spandex.
Harry...you just might be the worst best friend a guy could have.
TO BE CONTINUED...

NEXT

ON SALE IN **OCTOBER**

WE WANT TO HEAR FROM YOU!
EMAIL US AT **ULTIMATEOFFICE@MARVEL.COM**
AND MARK YOUR LETTERS **"OKAY TO PRINT"**!

ON SALE THIS MONTH

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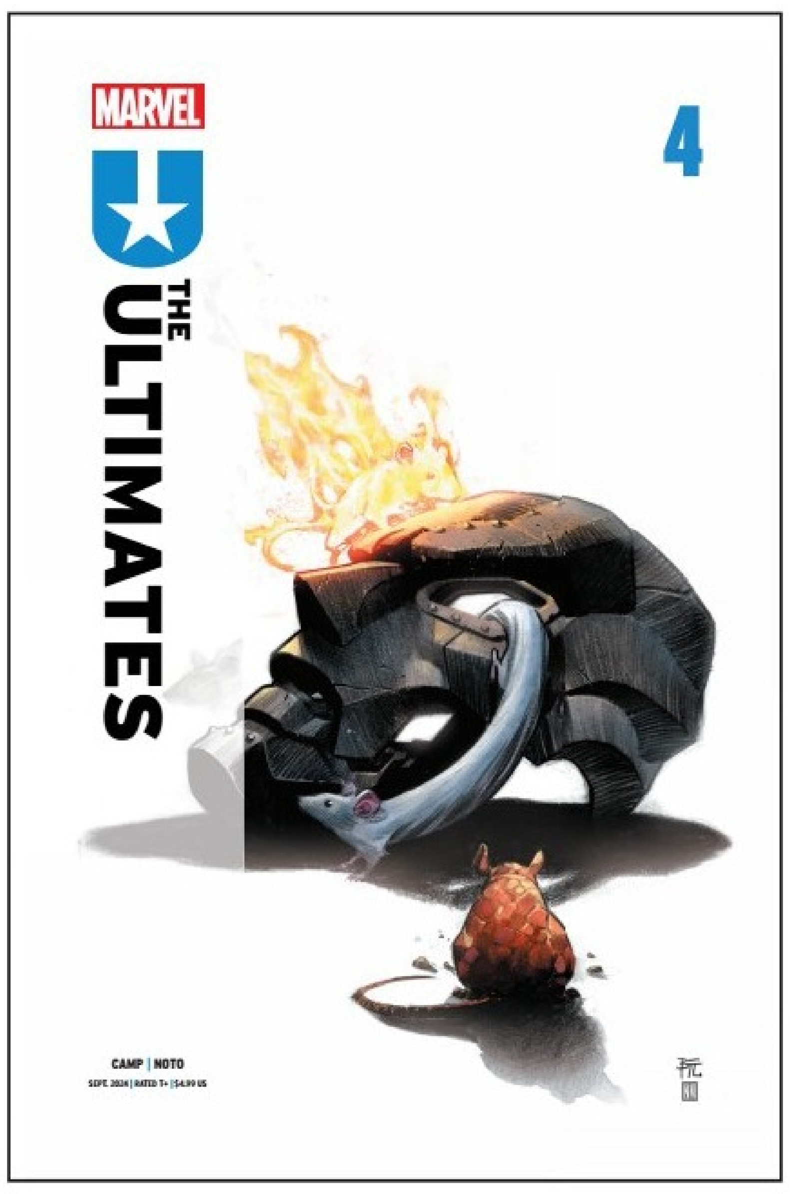
BY **BRYAN HILL** & **STEFANO CASELLI**

ULTIMATE X-MEN #7

BY **PEACH MOMOKO**



ULTIMATES #4

BY **DENIZ CAMP** & **PHIL NOTO**